

**Before the
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, DC 20554**

In the Matter of)	
)	
Application for Consent to Assignment)	MB Docket No. 13-203
Of Broadcast Station Licenses from)	BALCDT-20130809ADC
Sinclair Television Group to)	BALCDT-20130809ADE
to Deerfield Media (Birmingham))	BALCDT-20130809ADF
Licensee, LLC, Deerfield Media)	BALCDT-20130809ADG
(Harrisburg) Licensee, LLC, and)	
HSH Charleston (WMMP))	
Licensee, LLC)	

PETITION TO DENY

Free Press and Put People First! PA (“Petitioners”), pursuant to Sections 309 and 310 of the Communications Act, 47 U.S.C. §§ 309(d), 310(d), and 47 C.F.R. § 73.3584, respectfully request that the Federal Communications Commission deny assignment of four licenses from Sinclair Broadcasting Group (“Sinclair”) to Deerfield Media, LLC (“Deerfield”) or Howard Stirk Holdings, LLC (“HSH”). The four assignments are ancillary to a larger transaction involving the sale of nine Allbritton Communications Company (“Allbritton”) television stations to Sinclair. Sinclair would acquire all of the interest in the Allbritton stations, then purportedly divest its interest in four currently held Sinclair stations, but enter into shared services agreements (“SSAs”) and joint sales agreements (“JSAs”) with those stations’ new licensees. For the reasons set forth below, this matter should be decided in the first instance by the full Commission sitting *en banc*.

I. Introduction

Sinclair is a nationwide television broadcasting company. On July 29, 2013, Sinclair announced that it had entered into an agreement to acquire the stock of Perpetual Corporation

and the equity interest of Charleston Television, LLC, which are owned and controlled by the Allbritton family, for \$985 million. The Allbritton deal encompassed nine television stations in seven markets and NewsChannel 8, a 24-hour cable/satellite news network covering Washington D.C. and the surrounding metropolitan area. Should the Commission approve this transfer, Sinclair will become the largest broadcaster in the country, owning, operating, programming, or providing sales services to 149 television stations in 76 markets. Additionally, Sinclair would be the nation's leading FOX, ABC, CBS, CW, and MyTV affiliate, and the fourth largest NBC affiliate. Overall, Sinclair's footprint would expand to reach 38.2 percent of American households.¹

In three Designated Market Areas ("DMAs") – Birmingham (Anniston and Tuscaloosa), AL (#42), Charleston, SC (#98), and Harrisburg-Lancaster-Lebanon-York, PA (#43) – Sinclair would acquire television stations in markets that serve the same communities as television stations it currently owns: WTTO(TV) and WABM(TV) in Homewood and Birmingham respectively; WMMP(TV) in Charleston; and WHP-TV in Harrisburg. The Commission's Local TV Multiple Ownership Rule ("duopoly rule") expressly forbids combinations of this type under certain circumstances.² Consequently, Sinclair has orchestrated contemporaneous transactions pursuant to which it will transfer the four licenses it already holds to a third-party shell company, either Deerfield or HSH, depending on the market. Sinclair will remain in control of these four stations through shared services and joint sales agreements. These arrangements are intended to mask the true intent and effect of the proposed transactions: to allow Sinclair to simultaneously control multiple broadcast outlets in the same markets in a manner that defies the public interest and is prohibited by the Commission's rules.

¹ Sbgnet, "Sinclair Broadcast Group Announces Agreement to Purchase Allbritton TV Stations," July 29, 2013, http://www.sbgnet/site_mgr/temp/Allbritton%202013072913hrbvkt.shtml.

² See 47 C.F.R. § 73.3555(b)(1).

II. Statement of Interest

Free Press is a national, non-partisan organization working to reform the media, to increase public participation in crucial media and telecommunications policy debates, and to foster policies that will produce a more competitive and public interest-oriented media ecosystem. Free Press is the largest media reform organization in the United States, with more than half a million activists and members nationwide.

Since its inception, a core component of Free Press' mission has been to promote diverse and independent media ownership, and to prevent the concentration of media markets and the harms that flow therefrom. Free Press has participated extensively in media ownership proceedings at the FCC, including the 2010 Quadrennial Media Ownership Review and other broadcast television license transfer proceedings. In each, Free Press has advocated for policies that promote competition and serve the public interest. As such, Free Press constitutes a "party in interest" within the meaning of Section 309(d) of the Communications Act, as amended, and has standing to participate in this proceeding.

Put People First! PA is a statewide organization in Pennsylvania, organizing on a variety of issues to fight for individuals' rights to promote civic engagement in communities across the commonwealth. Media diversity and news quality are integral to its mission to create a better-informed society and more engaged activists on the issues it champions. It has chapters and individual members in different communities, including in Harrisburg, PA, the community of license for Sinclair's WHP-TV and Allbritton's WHTM-TV.

The Petitioners are parties in interest within the meaning of Section 309(d)(1) of the Act, 47 U.S.C. § 309(d)(1). As demonstrated herein and in the attached declarations, each organization has, as part of its mission, promoting diversity of viewpoints and ensuring that

broadcast stations serve the needs of the public. The organizations have members and constituents that reside in areas served by television stations subject to this Petition. Grant of permission for the assignment of these licenses would harm Petitioners, their members, and their constituents by causing a permanent loss of diversity of viewpoints available to them and a permanent decrease in competition in coverage of local news.

III. Granting the Applications to Transfer Broadcast Licenses from Sinclair to Deerfield Media, LLC and Howard Stirk Holdings, LLC Would Not Serve the Public Interest

Under Section 310(d) of the Act, 47 U.S.C. § 310(d), the Commission must determine whether a proposed license transfer will serve the public interest, convenience, and necessity. In making its determination, the Commission must evaluate whether the transaction complies with the Act and the Commission's rules. Even if a transaction would not violate a statute or rule, the Commission must evaluate whether it would result in public interest harms by frustrating or impeding the goals or the implementation of the Act.³

The Commission should not approve the transfers of WTTO(TV), WABM(TV), WHP-TV, and WMMP(TV) to Deerfield and HSH, respectively, because the grants would be contrary to the public interest and would continue a dangerous precedent allowing broadcasters to evade the purpose of the local media ownership rules. Increasingly, television stations that cannot lawfully merge under the rules use SSAs and similar arrangements to circumvent these limits while consolidating their core operations and operating the properties as if owned and controlled by a single entity. Sinclair's deals with Deerfield and HSH are just one example of several such arrangements proposed in recent months, and they continue a longstanding tradition at Sinclair of

³ See, e.g., *In the Matter of Verizon Communications Inc. and MCI, Inc.*, Memorandum Opinion and Order, 20 FCC Rcd 18433, ¶ 16 (2005).

such evasions.⁴ These practices diminish competition, localism, and journalistic independence, and decrease the quality of local news in the communities served. The instant transactions provide the Commission with the opportunity to deny such attempts to sidestep its rules, and to reestablish meaningful local ownership limits respecting the principles upon which they are founded.

A. Shared Service Agreements That Facilitate Evasion of the Local Ownership Rules Are Inconsistent with the Public Interest

SSAs designed to subvert the Commission's rules are contrary to the public interest. Sinclair's proposed sharing arrangements with Deerfield and HSH continue a recent and alarming acceleration in the use of such "covert consolidation" deals, which are already widespread according to research conducted by Free Press and others. Moreover, as discussed below, Sinclair has been particularly inclined toward orchestrating these deals for the purposes of subverting the Commission's rules, in the process gathering to itself unprecedented dominance in this country's broadcast industry.

B. The Commission Should Deny the Birmingham, Harrisburg, and Charleston License Transfers Subject to this Petition to Deny

The proposed license transfers for stations in these three DMAs clearly violate the letter and the spirit of the duopoly rule. Sinclair has not requested waivers of that rule, and cannot demonstrate that it would qualify for them. Sinclair already owns and operates television stations in the same communities served by Allbritton stations in each of these markets. To paper over the violation of the local ownership limits, Sinclair resorts to its tired tactic of transferring those licenses in name only, while executing lopsided and restrictive SSAs and JSAs with Deerfield

⁴ Free Press petitioned to deny Sinclair's license renewal for the same WMMP, and for other Sinclair television stations in South Carolina and North Carolina, nearly a decade ago in a challenge as yet unresolved by the Commission. *See* Free Press Petition to Deny, File No. BRCT-20040730APZ (filed Nov. 1, 2004). Free Press's challenge was based, then as now, on Sinclair's unlawful transfers of control of the licenses for these stations.

and HSH, the nominal transferees. The maneuvers paint Deerfield and HSH as the licensees while in reality, Sinclair maintains effective control of these stations.

The first indication that Sinclair intends to retain control of these stations is its choice of SSA partners. Sinclair has a storied past of teaming up with both Deerfield and HSH in order to skirt the Commission's ownership rules. Deerfield Media encompasses no less than eight LLCs formed for the purposes of nominally holding licenses in markets where Sinclair could not legally hold an interest in another broadcast station. In 2012, as part of its deal to acquire several stations from Newport Television, Sinclair recruited Stephen Mumbrow to establish Deerfield Media.⁵ Pursuant to the Newport transaction, Sinclair assigned licenses for stations in Cincinnati and San Antonio⁶ to Deerfield because it already held attributable interests in those markets. Then, following Sinclair's acquisition of KFDM-TV in Beaumont, Texas from Freedom Communications, Nexstar Broadcasting Group transferred the license for KBTB-TV, also in Beaumont, to Deerfield. Sinclair and Deerfield immediately entered into an SSA and a JSA, further expanding Sinclair's control in that community. Under similar circumstances and through SSAs and JSAs with Deerfield, Sinclair has sidestepped the duopoly rule in the Pensacola-Mobile⁷, Baltimore⁸, Reno⁹, and Rochester¹⁰ markets. Given the circumstances under which Deerfield was formed and its subsequent pattern of behavior in concert with Sinclair, there is

⁵ Sgbi.net, "Sinclair Broadcast Group Closes on TV Station Acquisitions," December 3, 2012, http://www.sgbi.net/site_mgr/temp/Newport%20closing_qcm5mk7w.shtml.

⁶ Sgbi.net, "Sinclair Broadcast Group Announces Agreement to Purchase 6 Newport TV Stations and Right to Operate 2 Other Stations," July 19, 2012, http://www.sgbi.net/site_mgr/temp/Newport_1v1pt2g9.shtml.

⁷ *Id.*

⁸ For all intents and purposes, Sinclair has a triopoly in Baltimore, where in addition to its SSA and JSA with Deerfield's WUTB-TV, it also owns the Fox affiliate, WBFF-TV, and operates the CW affiliate, WNUV-TV, under a local marketing agreement with Cunningham Broadcasting.

⁹ Sgbi.net, "Sinclair Broadcast Group Announces a Strategic Initiative Creating a Small Market Television Subsidiary; Announces Agreement to Purchase Certain Cox Media Stations," February 25, 2013, http://www.sgbi.net/site_mgr/temp/_q81qytdm.shtml.

¹⁰ See Sgbi.net *supra* note 3.

little reason to suspect that the assignments subject to this petition are anything more than assignments in name only. Here, just as in the past, Sinclair has crafted arrangements with its shell corporations to consolidate control and exert increased, and unlawful, influence over the Birmingham and Harrisburg news ecologies.

Similarly, HSH was formed in March 2013 after Sinclair announced a \$370 million deal to buy eighteen television stations from Barrington Broadcasting Group.¹¹ The Barrington deal posed duopoly rule problems for Sinclair in Flint, MI and Myrtle Beach, SC, so Sinclair recruited Armstrong Williams to form HSH and assume those licenses.¹² The assignment to HSH comprised a JSA and SSA for WEYI-TV in Flint, reserving effective control for Sinclair.¹³ Sinclair seeks to execute an analogous arrangement in the Charleston market with the transaction subject to this petition. HSH would be the nominal licensee of WMMP(TV), while Sinclair would remain the station's effective owner and operator.

Beyond the identities of Sinclair's chosen assignees, the SSAs and JSAs executed by the parties make it plain that Sinclair would retain effective control of the stations. As an initial matter, Petitioners note that Sinclair is not assigning the licenses for stations it would acquire from Allbritton. Instead, Sinclair is passing on the rights to stations it currently owns and operates. It follows that given the terms of the SSAs and JSAs, the transition from "owner" to "service provider" should be a seamless one requiring few changes in daily operations. Viewers in the affected markets may not recognize any change whatsoever.

¹¹ Sgbi.bnet, "Sinclair Broadcast Group Announces Agreement to Purchase Barrington TV Stations; Steven Pruett To Be Named Chief Operating Officer of Chesapeake TV Subsidiary," February 28, 2013, http://www.sbgnet/site_mgr/temp/_7xfvjv6f.shtml.

¹² *Id.*

¹³ See File No. BALCDT-20130315ACO, Transferee Exhibit 5, Description of Transaction, at n. 3.

Sinclair executed nearly identical SSAs and JSAs with Deerfield and HSH in the Birmingham, Harrisburg, and Charleston markets. Those agreements state that Deerfield shall pay Sinclair \$572,500 per month for its services at WTTO(TV) and WAMB(TV) in the Birmingham DMA and \$906,500 per month for its services at WHP-TV in Harrisburg. HSH shall pay Sinclair \$138,000 per month for its services at WMMP(TV) in Charleston. An analysis of the WHP-TV SSA financial illustrates the fiction underlying the proposed license transfer to Deerfield. The WHP-TV SSA requires Deerfield to pay Sinclair \$11.6 million over the course of the first year, plus an undefined performance bonus, for a station that, by SNL Kagan estimates, earned a mere \$12.6 million in advertising revenues in 2012.¹⁴ Taken together with Sinclair's initial 92 percent fee, Deerfield is left with little capital to purchase or produce programming, even though Sinclair cannot under the Commission's rules program more than 15 percent of WHP-TV's weekly airtime. Moreover, when one considers that, under the JSA, Deerfield is responsible for using station revenues to cover expenses such as utilities, salaries for two employees, FCC filings fees, property taxes, finance payments, insurance premiums, and music rights payments,¹⁵ its potential revenues are even lower.

Similarly, under the SSA between Sinclair and HSH for WMMP(TV), HSH must pay Sinclair \$1.85 million in its first year. SNL Kagan estimates that WMMP(TV)'s net advertising revenues totaled \$2.8 million in 2012, leaving \$1 million to cover programming costs and other expenses not outlined in the SSA. If WMMP(TV)'s revenues cannot cover these expenses plus the SSA fee, Sinclair will assume responsibility for the excess amounts. Put another way, Sinclair will likely retain 100 percent of the station's profits.¹⁶

¹⁴ See File No. BALCDT—20130809ADF, Transferee Attachment 13, Joint Sales Agreement.

¹⁵ See *id.*

¹⁶ See *id.*

Thus, Sinclair is essentially using its SSAs and JSAs to guarantee that it keeps all of the profits from its assigned stations, while the nominal license holders function as consultants on retainer. The outcome is exactly as it would be if Sinclair owned these stations outright.

The assigned stations' operations also point to Sinclair as their owner. In each SSA, Sinclair listed only two services *not* to be shared: 1) Senior Management Personnel; and 2) Programming. The parties may have added these provisions in an effort to give the appearance of control by Deerfield and HSH. However a closer examination reveals that Sinclair will play an indispensable role in the core operations of all four stations. For, the "Senior Management Personnel" exclusion merely stipulates that Deerfield and HSH must maintain at least one managerial employee. Furthermore, the JSA indicates that Sinclair will, despite the language of the reservation, maintain some control over programming.

Under the SSA, Sinclair will provide the respective stations with all technical services, including maintenance of all technical equipment and the use of a staff engineer. Sinclair will also provide all promotional and marketing services, including maintenance and operation of the stations' websites and development of any mobile applications. Moreover, should Deerfield or HSH wish to supplement Sinclair's promotional efforts, they must first consult with Sinclair in order to maintain consistency with Sinclair's decisions. Sinclair will also handle all back office, support, and payroll services.

Under the JSA, Sinclair will provide Deerfield and HSH with: 1) Sales and Related Services; and 2) Delivered Programming. Sinclair will have an exclusive right to market and sell all television advertisements, including regional and local spot advertising, sponsorships, direct response advertising, infomercials, and long-form advertising. Sinclair also has an exclusive right to sell any and all advertising on the stations' websites. With respect to programming,

Sinclair has the right to provide Deerfield and HSH up to twenty-five hours of programming each week for “broadcast, simulcast, or rebroadcast” on these stations. Also of note, with respect to retransmission consent, Deerfield and HSH retain nominal authority to negotiate, execute, and deliver agreements; but the agreements stipulate that each *shall* consult with Sinclair during those processes and that Sinclair *shall* act as their agent in any retransmission consent agreements.¹⁷ As consideration for these services, Sinclair retains thirty percent of Net Sales Revenue each month. Moreover, Sinclair maintains an eight-year option to purchase each station for \$10,000 should the Commission’s rules allow it to hold the licenses outright.

Sinclair will remain in control of technical services, daily operations, advertising sales, and programming for the stations it assigns to Deerfield and HSH. For all intents and purposes, it will retain control and beneficial ownership of those stations.

Birmingham is the forty-second ranked DMA, covering roughly 717,530 households as of 2013. Sinclair currently owns, and will continue to operate via SSAs, WABM(TV) (the MyTV affiliate) and WTTO(TV) (the CW affiliate). It would extend its reach in the area by acquiring Allbritton’s ABC affiliation, which is spread out across three facilities simulcasting the same programming to cover this DMA: WCFT-TV in Tuscaloosa and WJSU-TV in Anniston, along with the low-power WBMA n Birmingham itself. If the Commission were to appropriately attribute control of WABM(TV) and WTTO(TV) to Sinclair, this transaction would be impermissible under the duopoly rule.

Harrisburg is the forty-third ranked DMA, covering roughly 716,990 households as of 2013. Sinclair currently owns CBS affiliate, WHP-TV, in Harrisburg and will continue to operate and control the station pursuant to an SSA and JSA with Deerfield. However, in contravention of

¹⁷ See, e.g., File No. BALCDT-20130809ADC, Transferee Attachment 13, Joint Sales Agreement, at Article V, Section 5.1(g).

the duopoly rule, Sinclair seeks to acquire ABC-affiliated WHTM-TV in the same market area from Allbritton, which prohibits common ownership of two TV stations in a DMA if both are ranked among the top four stations in the market.¹⁸

Charleston is the ninety-eighth ranked DMA, covering roughly 316,080 households as of 2013. Sinclair currently owns WMMP(TV) and will effectively continue to do so through an SSA and JSA with HSH. Sinclair also seeks to acquire the ABC affiliate, WCIV(TV), in Charleston from Allbritton, concentrating its influence in that market. Because WMMP(TV) should remain attributable to Sinclair, this transaction likewise would be impermissible under the duopoly rule.

IV. This Proceeding Should Be Referred to the Full Commission for Consideration

Petitioners note that only the full Commission has authority to approve these assignments. The Commission's rules state that the Media Bureau shall refer to the Commission for disposition *en banc* "[m]atters that present novel questions of law, fact, or policy that cannot be resolved under existing precedents and guidelines." 47 C.F.R. § 0.283(c). These transactions raise novel questions of law, fact, and policy, and therefore must be acted upon by the full Commission rather than the Media Bureau in the first instance.

The reasons this matter must be referred to the full Commission have been addressed exhaustively in the Petition to Deny the Gannet-Belo transaction filed on behalf of Free Press, *et al.* Commission action is especially important given the use of SSAs to circumvent the Commission's ownership rules, an unresolved question presented within a long pending Application for Review of the Media Bureau's decision in the *Media Council Hawai'i* case. If the Commission fails to act expeditiously on this question, Petitioners expect the use of such

¹⁸ See Sgbi.net *supra* note 1.

sharing arrangements will continue to accelerate, causing irreparable and permanent harm to the public by diminishing broadcast diversity, competition, and localism.

CONCLUSION

Sinclair's applications request unlawful allowances for shared service and joint sales agreements between television broadcast stations serving the same markets. These arrangements subvert the purposes of the Commission's rules and subordinate the interests of local communities to the private interests of Sinclair. As such, the Commission should not approve the license transfers subject to this Petition to Deny.

WHEREFORE, Petitioners ask that the Commission consider this matter *en banc* in the first instance; that the Commission dismiss or deny the applications subject to this Petition to Deny or designate them for hearing, and that it grant all such other relief as may be just and proper.

Respectfully Submitted,

/s/ Lauren M. Wilson

Lauren M. Wilson, Policy Counsel
Matthew F. Wood, Policy Director
Free Press
1025 Connecticut Ave NW
Suite 1110
Washington, DC 20036
202-265-1490

September 13, 2013

CERTIFICATE OF SERVICE

I, Lauren M. Wilson, Policy Counsel for Free Press, certify that on September 13, 2013, the foregoing Petition to Deny was deposited via first class mail, postage prepaid (except as otherwise indicated below) and served by electronic mail, on the following:

Clifford M. Harrington, Esq.
Pillsbury Winthrop Shaw Pittman, LLP
2300 N Street, NW
Washington, DC 20037

Miles E. Mason, Esq.
Pillsbury Winthrop Shaw Pittman, LLP
2300 N Street, NW
Washington, DC 20037

Jerald N. Fritz
Allbritton Communications Company
1000 Wilson Boulevard
Suite 2700
Arlington, VA 22209

* Best Copy and Printing, Inc.
Portals II
445 12th Street, SW
Room CY-B402
Washington, DC 20554
fcc@bcpiweb.com

* Peter Saharko
Video Division, Media Bureau
Room 2-A827
Federal Communications Commission
445 Twelfth Street SW
Washington, DC 20554
peter.saharko@fcc.gov

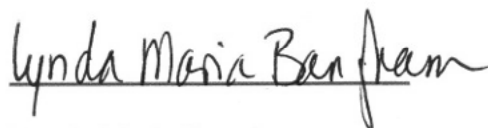
/s/ Lauren M. Wilson

* *via electronic mail only*

DECLARATION OF LYNDA MARIA BANGHAM

1. I, Lynda Maria Bangham, am a member of Free Press, located at 1025 Connecticut Avenue NW, Suite 1110, Washington, DC 20036.
2. I reside at 11609 County Rd 73, Montevallo, AL 35115.
3. I am a regular viewer of the television stations serving the Birmingham-Anniston-Tuscaloosa television market, including WCFT.
4. Viewers like me would be harmed by Sinclair's acquisition of the Allbritton stations in my area, and Sinclair's common control of these stations and WABM, because the scale of Sinclair's operation would reduce its attention to the needs of the local communities these stations are supposed to serve. If Sinclair were to employ a "shared services agreement" in the Birmingham area as it has in other cities, I believe it would significantly reduce the quality and amount of local news by eliminating diverse viewpoints and reducing Sinclair's incentive to invest in robust coverage.
5. This Declaration has been prepared in support of the foregoing Petition to Deny.
6. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.

Date Executed: September 13, 2013

A handwritten signature in cursive script that reads "Lynda Maria Bangham". The signature is written in dark ink and is positioned above the printed name.

Lynda Maria Bangham

DECLARATION OF MITCH TROUTMAN

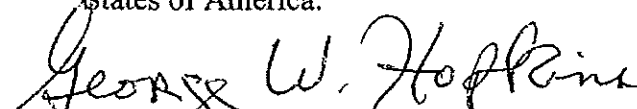
1. I, Mitch Troutman, am a member of Put People First! PA.
2. I reside at 224 North Second Street, Harrisburg, PA 17101.
3. I am a regular viewer of the television stations serving the Harrisburg television market, including WHP and WHTM.
4. Viewers like me would be harmed by Sinclair's acquisition of WHTM and its common control of these two stations because the scale of Sinclair's operation would reduce its attention to the local needs of Harrisburg. If Sinclair were to employ a "shared services agreement" in Harrisburg as it has in other cities, I believe it would significantly reduce the quality and amount of local news by eliminating diverse viewpoints and reducing Sinclair's incentive to invest in robust coverage.
5. This Declaration has been prepared in support of the foregoing Petition to Deny.
6. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.

Date Executed: September 13, 2013



DECLARATION OF GEORGE W. HOPKINS

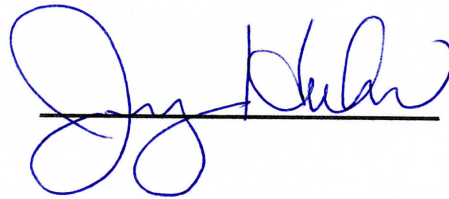
1. I, George W. Hopkins, am a member of Free Press, located at 1025 Connecticut Avenue, NW, Suite 1110, Washington, DC 20036.
2. I reside at 1254 Gilmore Road, Charleston, SC 29407.
3. I am a regular viewer of the television stations serving the Charleston television market, including WCIV and WMMP.
4. Viewers like me would be harmed by Sinclair's acquisition of WCIV and its common control of WCIV and WMMP because the scale of Sinclair's operation would reduce its attention to the local needs of Charleston. If Sinclair were to employ a "shared services agreement" in Charleston as it has in other cities, I believe it would significantly reduce the quality and amount of local news by eliminating diverse viewpoints and reducing Sinclair's incentive to invest in robust coverage.
5. This Declaration has been prepared in support of the foregoing Petition to Deny.
6. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.


Date Executed: September 13, 2013

DECLARATION OF JERRY HUHN

1. I, Jerry Huhn, am a member of Free Press, located at 1025 Connecticut Avenue, NW, Suite 1110, Washington, DC 20036.
2. I reside at 35 Cross Creek Drive, Apt. A1, Charleston, SC 29412.
3. I am a regular viewer of the television stations serving the Charleston television market, including WCIV and WMMP.
4. Viewers like me would be harmed by Sinclair's acquisition of WCIV and its common control of WCIV and WMMP because the scale of Sinclair's operation would reduce its attention to the local needs of Charleston. If Sinclair were to employ a "shared services agreement" in Charleston as it has in other cities, I believe it would significantly reduce the quality and amount of local news by eliminating diverse viewpoints and reducing Sinclair's incentive to invest in robust coverage.
5. This Declaration has been prepared in support of the foregoing Petition to Deny.
6. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.

Date Executed: September 13, 2013



DECLARATION OF FAYE STEUER

1. I, Faye Steuer, am a member of Free Press, located at 1025 Connecticut Avenue, NW, Suite 1110, Washington, DC 20036.
2. I reside at 963 Lakeview Drive, Mt Pleasant, SC 29464.
3. I am a regular viewer of the television stations serving the Charleston television market, including WCIV and WMMP.
4. Viewers like me would be harmed by Sinclair's acquisition of WCIV and its common control of WCIV and WMMP because the scale of Sinclair's operation would reduce its attention to the local needs of Charleston. If Sinclair were to employ a "shared services agreement" in Charleston as it has in other cities, I believe it would significantly reduce the quality and amount of local news by eliminating diverse viewpoints and reducing Sinclair's incentive to invest in robust coverage.
5. This Declaration has been prepared in support of the foregoing Petition to Deny.
6. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.

Date Executed: September 13, 2013

A handwritten signature in cursive script, reading "Faye Steuer", is written over a solid horizontal line.

202-265-1484

DECLARATION OF WILL MOREDOCK

1. I, Will Moredock, am a member of Free Press, located at 1025 Connecticut Avenue, NW, Suite 1110, Washington, DC 20036.
2. I reside at 137 Hester Street, Charleston, SC 29403.
3. I am a regular viewer of the television stations serving the Charleston television market, including WCIV and WMMP.
4. Viewers like me would be harmed by Sinclair's acquisition of WCIV and its common control of WCIV and WMMP because the scale of Sinclair's operation would reduce its attention to the local needs of Charleston. If Sinclair were to employ a "shared services agreement" in Charleston as it has in other cities, I believe it would significantly reduce the quality and amount of local news by eliminating diverse viewpoints and reducing Sinclair's incentive to invest in robust coverage.
5. This Declaration has been prepared in support of the foregoing Petition to Deny.
6. This statement is true to my personal knowledge, and is made under penalty of perjury of the laws of the United States of America.

Date Executed: September 13, 2013

Will Moredock